

BellSouth Corporation
Legal Department
675 West Peachtree Street
Suite 4300
Atlanta, GA 30375-0001

stephen.earnest@bellsouth.com

RECEIVED

SEP 30 2003

Federal Communications Commission
Office of Secretary

Stephen L. Earnest
Regulatory Counsel

404 335 0711
Fax 404 614 4054

September 30, 2003

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S. W.
Room TW-B204
Washington, DC 20554

RECEIVED

SEP 30 2003

Federal Communications Commission
Office of Secretary

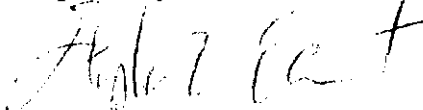
Re: WC Docket No. 02-215 – Motion for Approval

Dear Ms. Dortch:

On this date BellSouth Telecommunications, Inc. ("BellSouth") is filing this public version of a Motion for Approval ("Motion") pursuant to the Commission's rules in 47 C.F.R. § 1.935, seeking approval of its refraining from filing an opposition in WorldCom/MCI's application for licenses transfer proceeding. Certain material designated as proprietary and confidential has been redacted from the Motion.

Please place the enclosed document in the public record of this proceeding.

Respectfully submitted,


Stephen L. Earnest

Enclosure: Redacted versions of the motion and attachments

cc: David Krech
Erin McGrath
Jeffrey Tobias
JoAnn Lucanik
Richard Arsenault
Christine Newcomb
Ann Bushmiller
Wayne McKee

No. of Copies 014
List ATTORNEYS

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

RECEIVED

SEP 30 2003

Federal Communications Commission
Office of Secretary

In the Matter of the Application of)
)
WORLDCOM, INC. (Debtor-in-Possession))
d/b/a MCI and)
Certain of its Subsidiaries (as debtors-in-possession))
)
For Authorization to Transfer and/or Assign Blanket)
Domestic Section 214 Authorization and International)
Section 214 Authorizations Pursuant to Section 214 of the)
Communications Act of 1934, as Amended)
)

Docket No. WC 02-215

RECEIVED

SEP 30 2003

Federal Communications Commission
Office of Secretary

MOTION FOR APPROVAL

Pursuant to 47 C.F.R. § 1.935, BellSouth Telecommunications, Inc. ("BST") files this Motion respectfully requesting the Commission to approve BellSouth's refraining from filing a pleading opposing the transfer of licenses in this proceeding.

In support of this Motion, BST files an affidavit of Mary Jo Peed, Vice President and General Counsel of BST, who has personal knowledge of the facts related to BST's involvement in MCI's bankruptcy proceeding. Additionally, a copy of the Settlement Agreement reached

PUBLIC VERSION

between BST and MCI in MCI's bankruptcy proceeding is attached as an Exhibit to Ms. Peed's Affidavit.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: /s/ Stephen L. Earnest
Richard M. Sbaratta
Stephen L. Earnest

Its Attorneys

BellSouth Telecommunications
Suite 4300
675 West Peachtree Street, N. E.
Atlanta, Georgia 30375
(404) 335-0711

Dated: September 30, 2003

CERTIFICATE OF SERVICE

I do hereby certify that I have this 30th day of September 2003 served a copy of the foregoing **MOTION** via hand delivery and electronic mail to the parties listed below:

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S. W.
Room TW-B204
Washington, DC 20554

Qualex International
Portals II
445 12th Street, SW
Room CY-B402
Washington, DC 20554

/s/Lynn Barclay
Lynn Barclay

507121

ATTACHMENT 1
REDACTED

**EXHIBIT 1 TO ATTACHMENT 1
REDACTED**